

BEFORE THE TENNESSEE REGULATORY AUTHORITY
NASHVILLE, TENNESSEE

August 12, 2003

IN RE:

**PETITION FOR APPROVAL OF AMENDMENT
TO RESALE AGREEMENT BETWEEN
BELL SOUTH TELECOMMUNICATIONS, INC.
AND HOLT & COMPANY(I)**

**DOCKET NO.
03-00357**

**ORDER APPROVING
FIRST AMENDMENT TO RESALE AGREEMENT**

This matter came before Chairman Deborah Taylor Tate, Director Sara Kyle and Director Ron Jones of the Tennessee Regulatory Authority (the "Authority"), the voting panel assigned to this docket, at a regularly scheduled Authority Conference held on July 21, 2003, to consider, pursuant to 47 U.S.C. § 252, the Petition for approval of the first amendment to the resale agreement negotiated between BellSouth Telecommunications, Inc. and Holt & Company(I).

The original resale agreement between these parties was filed on March 24, 2003, and was assigned Docket No. 03-00228. It was approved at a regularly scheduled Authority Conference on May 12, 2003. The first amendment, which is the subject of this docket, was filed on May 21, 2003.

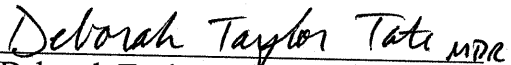
Based upon a review of the first amendment, the record in this matter, and the standards for review set forth in 47 U.S.C. § 252, the Directors unanimously granted the Petition and made the following findings and conclusions:

- 1) The Authority has jurisdiction over public utilities pursuant to Tenn. Code Ann. § 65-4-104.
- 2) The amendment is in the public interest as it provides consumers with alternative sources of telecommunications services within the service area of BellSouth Telecommunications, Inc.
- 3) The amendment is not discriminatory to telecommunications service providers that are not parties thereto.
- 4) 47 U.S.C. § 252(e)(2)(A) provides that a state commission may reject a negotiated agreement only if it “discriminates against a telecommunications carrier not a party to the agreement” or if the implementation of the agreement “is not consistent with the public interest, convenience or necessity.” Unlike arbitrated agreements, a state commission may not reject a negotiated agreement on the grounds that the agreement fails to meet the requirements of 47 U.S.C. §§ 251 or 252(d).¹ Thus, although the Authority finds that neither ground for rejection of a negotiated agreement exists, this finding should not be construed to mean that the amendment is consistent with §§ 251 or 252(d) or, for that matter, previous Authority decisions.
- 5) No person or entity has sought to intervene in this docket.
- 6) The amendment is reviewable by the Authority pursuant to 47 U.S.C. § 252 and Tenn. Code Ann. § 65-4-104.

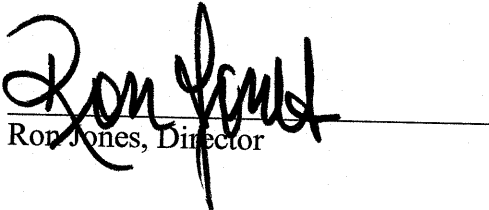
¹ See 47 U.S.C. § 252(e)(2)(B).

IT IS THEREFORE ORDERED THAT:

The Petition is granted, and the first amendment to the resale agreement negotiated between BellSouth Telecommunications, Inc. and Holt & Company(I) is approved and is subject to the review of the Authority as provided herein.


Deborah Taylor Tate, Chairman


Sara Kyle, Director


Ron Jones, Director